

ATTORNEY OR PARTY WITHOUT ATTORNEY (name, state bar number, and address):
After recording return to:

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ATTORNEY FOR (name): James P. Spears

SUPERIOR COURT OF CALIFORNIA, COUNTY OF Los Angeles

STREET ADDRESS: 111 North Hill Street

MAILING ADDRESS: 111 North Hill Street

CITY AND ZIP CODE: Los Angeles, California 90012

BRANCH NAME: Central

TEMPORARY GUARDIANSHIP CONSERVATORSHIP
OF (name): Britney Jean Spears

MINOR CONSERVATEE

LETTERS OF TEMPORARY GUARDIANSHIP CONSERVATORSHIP
 Person Estate

LETTERS

1. (Name): James P. Spears

is appointed temporary guardian conservator of the person
 estate of (name): Britney Jean Spears

2. Other powers have been granted or restrictions imposed on the temporary
 guardian conservator as specified below
 specified in Attachment 2.

3. These Letters shall expire

a. on (date):
guardian or conservator.
or upon earlier issuance of Letters to a general

b. other date (specify): December 31, 2008

4. The temporary guardian conservator is not authorized to take possession of money or any other property
without a specific court order.

5. Number of pages attached: 1

WITNESS, clerk of the court, with seal of the court affixed.

Date: AUG 22 2008

Clerk, by JOHN A. CLARKE

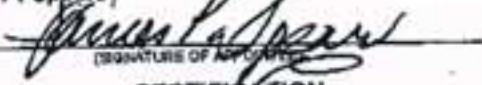

RJA
John A. Clarke

AFFIRMATION

I solemnly affirm that I will perform the duties of temporary guardian conservator according to law.

Executed on (date): 08-22-2008
at (place): Los Angeles, California.

James P. Spears,


RJA
(Signature of Attorney)

CERTIFICATION

I certify that this document and any attachments is a correct copy of
the original on file in my office, and that the Letters issued to the
person appointed above have not been revoked, annulled, or set
aside and are still in full force and effect.

(SEAL)

WITNESS, clerk of the court, with
seal of the court affixed.

Date:

Clerk, by

(DRAFTED)

Letters of Temporary Conservatorship
of the Person of Britney Jean Spears
Attachment 2

The Temporary Conservator of the Person is granted the following powers in addition to the powers provided by law:

- a. The Temporary Conservator shall have the power to restrict and limit visitors by any means, provided that the Temporary Conservator shall not prevent the Conservatee from meeting with her court-appointed attorney, Mr. Ingham, except to approve the location for any meetings or visits in advance of any such meetings or visits, and to arrange for appropriate security, in order to protect the Conservatee. Any and all meetings between the Conservatee and any attorneys who are not Mr. Ingham are subject to the Temporary Conservator's approval, including the location for the meeting. The Temporary Conservator shall also have the power to be present with his attorneys at any such meetings and to ensure that there is adequate security.
- b. The Temporary Conservator shall have the power to retain caretakers for the Conservatee on a 24 hour/7 day basis. The power to retain security guards for the Conservatee on a 24 hour/7 day basis.
- c. The Temporary Conservator shall have the power to prosecute civil harassment restraining orders that the Temporary Conservator deems appropriate.
- d. The Temporary Conservator shall have access to any and all medical records and to communications with treating and other expert medical personnel.

Letters of Temporary Conservatorship
of the Estate of Britney Jean Spears
Attachment 2

1. The Temporary Co-Conservators of the Estate are granted the following powers in addition to the powers provided by law:

- a. The Temporary Conservators shall have the power to obtain all documents and records relating to the Conservatee and her assets, whether held in her name or in the name of another, including but not limited to, all records currently in the possession and control of the Conservatee's business manager, Howard Grossman, her attorneys, and others, all contracts, information relating to credit cards, bank statements, estate planning documents, receivables, and any and all powers of attorney.
- b. The Temporary Conservators shall have the power to take all actions necessary to secure the Conservatee's assets, including the power to enter and take possession and control of the Conservatee's residence, to remove all persons from the residence and take any and all actions necessary to secure the residence, including changing the locks, call on law enforcement and employ security guards at the expense of the Conservatorship Estate.
- c. The Temporary Conservators shall have the power to take all actions necessary to secure the Conservatee's liquid assets, including but not limited to, the power to cancel all credit cards.
- d. The Temporary Conservators shall have the power to revoke all powers of attorneys, including powers of attorney for making health care decisions and managing real estate, and to terminate any and all agencies.
- e. The Temporary Conservators shall have the power to commence and maintain litigation and participate in any litigation with respect to which the Conservatee is a party or has an interest, and the power to retain counsel and experts, and to pay same from the Conservatorship Estate, not only as to the family law case but for any other matter.
- f. The Temporary Conservators have the power to perform any and all acts that the Conservatee can perform (whether as an individual or in a representative capacity) with respect to the local, state, or federal tax liabilities of the Conservatee or any entity, trust or foundation in which the Conservatee acts in a representative or ownership capacity (collectively referred to as "Conservatee and related entities"), including but not limited to the power to receive and inspect confidential tax information; receive, and endorse or cash refund checks; sign any and all tax returns, whether income, corporate, employment, partnership, or otherwise; execute a Form 2848; represent the Conservatee and related entities before all taxing authorities, participate in audits; exercise the rights of the Conservatee and related entities to protest and appeal assessments; pay amounts due to the appropriate taxing authority; execute waivers, tax returns, consents, closing agreements, and similar documents related to the tax liability of the Conservatee and related entities; participate in all

procedural matters connected with the tax liability of the Conservatee and related entities; exercise any elections that may be available to the Conservatee and related entities under applicable state or federal tax laws or regulations; to substitute another representative; to request disclosure of tax returns or return information to a third party; and to perform any other acts described in California Probate Code section 4463, except those acts that conflict with or are limited by a more specific provision in this Power.

- g. The Temporary Conservators have the power to assert the Conservatee's rights in any trust established for her benefit, including but not limited to all revocable *inter vivos* trusts established by the Conservatee as settlor or trustor, but this power shall not include the power to modify, amend, or revoke any such trusts, without a court order.
- h. The Temporary Conservators have the power to lease one vehicle of an appropriate size.

2. The Court grants the Temporary Co-Conservators the powers pursuant to Probate Code Section 2590 and the following powers set forth in Probate Code Section 2591:

- a. To contract for the conservatorship and perform outstanding contracts and thereby bind the estate, including asserting or waiving confidentiality agreements.
- b. To operate at the risk of the estate a business constituting an asset of the estate.
- c. To pay, collect, compromise, arbitrate, or otherwise adjust claims, debts, or demands upon the Conservatorship Estate.
- d. To employ attorneys, accountants, investment counsel, agents, depositaries, and employees and to pay the expenses.

3. The Temporary Co-Conservators have the power to prosecute civil harassment restraining orders that they deem to be appropriate.

4. The Temporary Co-Conservators are authorized and directed to continue to pay, or to direct the Co-Trustees of the SJB Revocable Trust, to continue to pay, to Stephen S. Marmer, M.D., Ph.D., the court-appointed expert under California Evidence Code section 730, on-going fees.